

EXHIBIT L – PART 5

TO DECLARATION OF

RICHARD T. REDANO IN

SUPPORT OF DEFENDANT

THOMSON, INC.’S

MOTION FOR MOTION TO

DECLARE THIS AN

EXCEPTIONAL CASE AND

AWARD ATTORNEYS’

FEES AND EXPERT FEES

COPY

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PALM BEACH
WESTCHESTER

August 18, 2004

RICHARD HUSER
ASSOCIATE GENERAL COUNSEL
LEGAL OPERATIONS INH 340
THOMSON MULTIMEDIA INC.
POST OFFICE BOX 1976
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

File# N0661-00176

Invoice# 1033748

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED
THROUGH 07/31/2004 IN CONNECTION
WITH THE ABOVE-CAPTIONED MATTER.

\$21,085.00

DISBURSEMENTS

LEXIS LEGAL RESEARCH	594.10
MESSENGER SERVICE	70.50
PRINTING & DUPLICATING	4030.08
TELECOPY	18.05
TRAVEL AWAY FROM HOME	91.50
TOTAL DISBURSEMENTS	<hr/> \$4,804.23

BALANCE DUE THIS INVOICE \$25,889.23

PREVIOUS BALANCE \$70,327.68

TOTAL BALANCE DUE \$96,216.91

Duane Morris
August 18, 2004
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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1033748

DATE	ID #	TIMEKEEPER	HOURS	VALUE	
7/1/2004	02165	RT REDANO	REVIEW TLC'S DISCOVERY RESPONSES TO THREE OUTSTANDING SETS OF DISCOVERY; PREPARE EMAIL TO MS BRENER RE: SAME; CONFER WITH MR MAZE RE: SAME; REVIEW LETTER TO OPPOSING COUNSEL RE: DOCUMENT PRODUCTION; CONFER WITH MS BRENNER RE: AFTER HOURS FILING PROCEDURES IN E D OF CALIF	1.10	\$401.50
7/1/2004	02522	GR MAZE	SEND EARLY LETTER VIA FAX/EMAIL TO MR VOWELL REGARDING ARRANGING FOR DOCUMENTS; SEND EVENING LETTER VIA FAX/EMAIL TO MR VOWELL REGARDING LACK OF PRODUCTION OF MATERIALS	0.50	\$150.00
7/1/2004	02079	LM BRENNER	REVIEW CORRESPONDENCE TO OPPOSING COUNSEL CONCERNING OUTSTANDING DISCOVERY; RESEARCH FILING DEADLINE IN EASTERN DISTRICT CONCERNING PLAINTIFFS' COURT-ORDERED BRIEF REGARDING DISCOVERY ISSUES.	0.30	\$90.00
7/2/2004	02165	RT REDANO	REVIEW TLC'S BRIEF IN SUPPORT OF ITS CONTENTION THAT ITS ATTORNEY CLIENT PRIVILEGE OBJECTIONS HAVE NOT BEEN WAIVED; CONFER WITH MR MAZE RE: SAME; REVIEW AND REVISE OUR RESPONSE BRIEF; REVIEW EMAIL TO MR BRENNER RE: SAME	0.90	\$328.50
7/2/2004	02522	GR MAZE	REVIEW CASE LAW; REVISE RESPONSE BRIEF; DISCUSS WITH MR REDANO	5.10	\$1,530.00
7/2/2004	02079	LM BRENNER	REVIEW BRIEF FILED BY TLC CONCERNING WAIVER OF PRIVILEGE DURING DISCOVERY.	0.20	\$60.00
7/4/2004	02165	RT REDANO	REVIEW AND REVISE BRIEF IN SUPPORT OF WAIVER ARGUMENTS AND SUPPORTING DECLARATION; PREPARE EMAIL TO MR MAZE RE: SAME	0.80	\$292.00
7/5/2004	02165	RT REDANO	REVIEW AND REVISE RESPONSE BRIEF SUPPORTING DECLARATIONS; CONFER WITH MR MAZE RE: SAME	0.90	\$328.50
7/5/2004	02522	GR MAZE	CONTINUE WITH REVISIONS TO RESPONSE BRIEF AND DECLARATIONS; CASE LAW RESEARCH INTO NINTH CIRCUIT LAW VIS A VIS ATTORNEY CLIENT PRIVILEGE WAIVER	2.10	\$630.00
7/6/2004	02165	RT REDANO	REVIEW EMAILS FROM MR HUSER AND MAZE RE: REVISIONS TO BRIEF; CONFER WITH MR MAZE RE: SAME; REVIEW FINAL BRIEF AND DECLARATIONS;	1.10	\$401.50

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1033748

DATE	ID #	TIMEKEEPER		HOURS	VALUE
			CONFER WITH MR MAZE RE: REVIEW OF ELECTRONIC FILES PRODUCED BY GRASS VALLEY; PREPARE EMAIL TO MS BRENNER RE: FILING OF BRIEF; REVIEW RESPONSE FROM MS BRENNER RE: SAME		
7/6/2004	02522	GR MAZE	TELECONFERENCE WITH MR SYMES RE DISCOVERY; REVIEW CDROM MATERIALS FOR PRIVILEGE; FINALIZE RESPONSE BRIEF ON SANCTIONS	2.80	\$840.00
7/6/2004	02079	LM BRENNER	REVIEW DOCUMENTS IN SUPPORT OF RESPONSE BRIEF TO PLAINTIFFS' BRIEF CONCERNING WAIVER OF CERTAIN PRIVILEGES; FINALIZE ALL PLEADINGS IN SUPPORT OF RESPONSE FOR FILING; PREPARE PROPOSED ORDER IN SUPPORT OF SAME; SUPERVISE FILING AND SERVICE OF SAME.	1.10	\$330.00
7/6/2004	03363	RJ SZABADOS	TELEPHONE CONFERENCE WITH CLIENT AND GARY MAZE REGARDING CLIENT PRODUCTION ISSUES	0.30	\$67.50
7/7/2004	03363	RJ SZABADOS	COMPLETE REVIEW OF CLIENT CD LABELED "TBMS 29XX SOFTWARE & SCHEMATICS" FOR ATTORNEY PRIVILEGED MATTER.	5.90	\$1,327.50
7/8/2004	02522	GR MAZE	REVIEW DOCUMENTS PRODUCED BY MR SYMES ON CDROM AND CREATE FOLDERS WITH ONLY THE RELEVANT DOCUMENTS, PER MR SYMES LIST. ANALYZE FILES FOR EXCLUSION OF IRRELEVANT FILES, BASED ON MR SYMES' LIST	3.20	\$960.00
7/8/2004	03363	RJ SZABADOS	COMPLETE REVIEW OF CLIENT PRODUCTION CD LABELED "TBMS PRODUCT INFO" FOR PRIVILEGED RECORDS.	2.80	\$630.00
7/8/2004	03363	RJ SZABADOS	COMPLETER REVIEW OF CLIENT PRODUCTION CD LABELED "TBMS PLD'S" FOR PRIVILEGED RECORDS.	4.60	\$1,035.00
7/15/2004	02165	RT REDANO	CONFER WITH MR MAZE RE: REVIEW AND ANALYSIS OF TLC'S DOCUMENT PRODUCTION	0.30	\$109.50
7/16/2004	02165	RT REDANO	CONFER WITH MR MAZE RE: TLC'S FAILURE TO PRODUCE REISSUE APPILCATIONS; REVIEW LETTER TO OPPOSING COUNSEL RE: SAME	0.40	\$146.00
7/16/2004	02522	GR MAZE	REVIEW DOCUMENTS PRODUCED BY TLC FOR PROVISION OF REEXAM DOCUMENTS; CREATE AND EMAIL LETTER TO MR VOWELL RE THE ABSENCE OF SUCH DOCUMENTS	1.60	\$480.00

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1033748

DATE	ID #	TIMEKEEPER	HOURS	VALUE
7/16/2004	03363	RJ SZABADOS	0.90	\$202.50
		REVIEW TLC PRODUCTION FOR REISSUE APPLICATIONS.		
7/17/2004	02165	RT REDANO	0.10	\$36.50
		RECEIVE MESSAGE FROM GENNUM'S COUNSEL RE: OBTAINING COPIES OF TLC'S REQUESTS FOR REISSUE		
7/19/2004	02165	RT REDANO	0.50	\$182.50
		PREPARE EMAIL TO GENNUM'S COUNSEL RE: OBTAINING COPIES OF APPLICATIONS FOR REISSUE OF THE '869 AND '250 PATENTS; PREPARE FOLLOW UP EMAIL TO MR SYMES RE: INFORMATION NEEDED FOR '524 PATENT INFRINGEMENT ANALYSIS; PREPARE EMAIL TO MR HUSER RE: FOLLOW UP REQUEST TO FARJCILD'S COUNSEL REQUESTING TECHNICAL INFORMATION		
7/20/2004	02165	RT REDANO	1.40	\$511.00
		REVIEW MEMO FROM MR MAZE RE: DOCUMENTS RECEIVED FROM MR SYMES; PREPARE RESPONSE RE: DOCUMENTS SUPPORTING EACH AFFIRMATIVE DEFENSE; REVIEW TLC CORRESPONDENCE		
7/20/2004	03363	RJ SZABADOS	6.80	\$1,530.00
		CONTINUE REVIEWING AND CREATING A GENERAL DATABASE OF DOCUMENTS PRODUCED BY TLC.		
7/21/2004	02165	RT REDANO	0.50	\$182.50
		REVIEW EXCERPTS FROM REISSUE FILE OF '869 AND '250 PATENTS; CONFER WITH MR MAZE RE: MOTION TO STAY AND DOCUMENT PRODUCTION BY THOMSON		
7/21/2004	03363	RJ SZABADOS	5.10	\$1,147.50
		CONTINUE DOCUMENT REVIEW OF TLC'S PRODUCTION AND CREATE GENERAL DATABASE REGARDING SAME.		
7/22/2004	02522	GR MAZE	0.10	\$30.00
		SEND EMAIL TO PETER SYMES AND RICK HUSER RE DOCUMENTS WE STILL NEED		
7/22/2004	02522	GR MAZE	1.30	\$390.00
		READ/REVIEW TLC REISSUE MATERIALS		
7/22/2004	03363	RJ SZABADOS	2.90	\$652.50
		CONTINUE WITH REVIEW OF TLC'S DOCUMENT PRODUCTION AND DRAFTING GENERAL DATABASE REGARDING SAME		
7/24/2004	03363	RJ SZABADOS	1.50	\$337.50
		CONTINUE REVIEW OF TLC DOCUMENT PRODUCTION AND CREATING GENERAL DATABASE REGARDING SAME.		
7/26/2004	02522	GR MAZE	1.30	\$390.00
		PREPARE FOR TELECONFERENCE WITH MR LECHNER; TELECONFERENCE WITH MR LECHNER RE TLC'S RESPONSES TO THE SECOND SET OF INTERROGATORIES		
7/26/2004	03363	RJ SZABADOS	6.80	\$1,530.00
		CONTINUE REVIEW OF TLC DOCUMENT		

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1033748

DATE	ID #	TIMEKEEPER		HOURS	VALUE
			PRODUCTION AND CREATING A GENERAL DATABASE REGARDING SAME.		
7/27/2004	03363	RJ SZABADOS	CONTINUE REVIEWING TLC'S DOCUMENT PRODUCTION AND DRAFTING GENERAL DATABASE REGARDING SAME.	5.90	\$1,327.50
7/28/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFT GENERAL DATABASE REGARDING SAME.	6.80	\$1,530.00
7/30/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC DOCUMENT PRODUCTION AND DRAFTING GENERAL DATABASE REGARDING SAME.	4.30	\$967.50
			TOTAL SERVICES	82.20	\$21,085.00

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File # N0661-00176
ILC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1033748

<u>DATE</u>	<u>DISBURSEMENTS</u>	<u>AMOUNT</u>
7/31/2004	TRAVEL AWAY FROM HOME	<u>91.50</u>
	Total:	<u>\$91.50</u>
7/5/2004	LEXIS LEGAL RESEARCH MAZE, GARY	80.00
7/6/2004	LEXIS LEGAL RESEARCH MAZE, GARY	1.40
7/15/2004	LEXIS LEGAL RESEARCH MAZE, GARY	0.70
7/15/2004	LEXIS LEGAL RESEARCH MAZE, GARY	<u>512.00</u>
	Total:	<u>\$594.10</u>
7/31/2004	MESSENGER SERVICE	<u>70.50</u>
	Total:	<u>\$70.50</u>
7/31/2004	TELECOPY	<u>18.05</u>
	Total:	<u>\$18.05</u>
7/31/2004	PRINTING & DUPLICATING	<u>4,030.08</u>
	Total:	<u>\$4,030.08</u>
	TOTAL DISBURSEMENTS	<u>\$4,804.23</u>

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August 18, 2004
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File # N0661-00176

INVOICE # 1033748

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

TIMEKEEPER

NO.	NAME	CLASS	HOURS	RATE	VALUE
02522	GR MAZE	PARTNER	18.00	300.00	5,400.00
02165	RT REDANO	PARTNER	8.00	365.00	2,920.00
02079	LM BRENNER	ASSOCIATE	1.60	300.00	480.00
03363	RJ SZABADOS	ASSOCIATE	54.60	225.00	12,285.00
			82.20		\$21,085.00

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September 13, 2004

RICHARD HUSER
ASSOCIATE GENERAL COUNSEL
LEGAL OPERATIONS INH 340
THOMSON MULTIMEDIA INC.
POST OFFICE BOX 1976
INDIANAPOLIS, IN 46206-1976

TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

File# N0661-00176

Invoice# 1038113

IRS# 23-1392502

FOR PROFESSIONAL SERVICES RECORDED
THROUGH 08/31/2004 IN CONNECTION
WITH THE ABOVE-CAPTIONED MATTER.

\$49,929.00

DISBURSEMENTS	
DEPOSITION TRANSCRIPT	423.60
FILING FEES	49.50
LEXIS LEGAL RESEARCH	1189.50
MESSENGER SERVICE	177.65
OVERNIGHT MAIL	85.84
PRINTING & DUPLICATING	3896.92
TELECOPY	69.35
WESTLAW LEGAL RESEARCH	210.72
TOTAL DISBURSEMENTS	<hr/> \$6,103.08

BALANCE DUE THIS INVOICE \$56,032.08

PREVIOUS BALANCE \$64,096.91

TOTAL BALANCE DUE \$120,128.99

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	HOURS	VALUE
5/20/2004	02165	RT REDANO	0.30	\$109.50
		PREPARE EMAIL TO MR MAZE RE: MOTION TO COMPEL DISCOVERY RESPONSES FROM TLC		
7/1/2004	03617	KA CARMODY	0.20	\$21.00
		PREPARED CORRESPONDENCE TO BE FAXED AND EMAIL TO OPPOSING COUNSEL.		
8/2/2004	02165	RT REDANO	0.50	\$182.50
		REVIEW EMAILS FROM MESSRS MAZE AND SYMES RE: DOCUMENT PRODUCTION; REVIEW EMAILS FROM MESSRS HUSER AND MAZE RE: STAY PENDING CONCLUSION OF REISSUE PROCEEDINGS FOR THE 869 AND 250 PATENTS; [REDACTED]		
		[REDACTED]		
8/2/2004	02522	GR MAZE	1.10	\$330.00
		RESEARCH AND DRAFT MEMO TO MR REDANO RE ISSUES ON INTERVENING RIGHTS		
8/2/2004	03363	RJ SZABADOS	1.10	\$247.50
		CONTINUE REVIEW OF TLC DOCUMENT PRODUCTION AND DRAFTING GENERAL DATABASE REGARDING SAME		
8/3/2004	02165	RT REDANO	1.60	\$584.00
		REVIEW COURT ORDER RULING THAT TLC HAS WAIVED ATTORNEY CLIENT AND WORK PRODUCT PRIVILEGES; CONFER WITH MR MAZE RE: SAME; PREPARE EMAILS TO MR HUSER AND GENNUM'S COUNSEL RE: SAME; REVIEW EMAIL FROM FAIRCHILD'S COUNSEL AND FROM MR HUSER RE: INFRINGEMENT ISSUES REGARDING FAIRCHILD'S CHIPS; PREPARE EMAIL TO MR MAZE RE: SAME; REVIEW EMAIL FROM MY SYMES RE: RESPONSES TO QUESTIONS FROM MR LEHNER; CONFER WITH MR LECHNER RE: SAME		
8/3/2004	02079	LM BRENNER	0.50	\$150.00
		REVIEW DISCOVERY ORDER FROM COURT; SUPERVISE CALENDARING OF DUE DATE CONCERNING ATTORNEYS' FEES DECLARATION.		
8/3/2004	03363	RJ SZABADOS	7.10	\$1,597.50
		CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME		
8/4/2004	02165	RT REDANO	4.70	\$1,715.50
		REVIEW NOTES OF MEETING WITH MR LECHNER; TELEPHONE CONFERENCE WITH MR LECHNER RE: INFORMATION RECEIVED FROM MR SYMES; REVIEW INTERROGATORY RESPONSES RE: '070 PATENT INFRINGEMENT ALLEGATIONS; REVIEW DOCKET SHEET FOR TLC V REAL NETWORKS LITIGATION;		

Reduced
0.2 473.00

Reduced
1.20 8438.00

File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

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File # N0661-00176
ILC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	DESCRIPTION	HOURS	VALUE
			DOCUMENT PRODUCTION; REVIEW TLC'S ANSWERS TO INTERROGATORIES AND CREATE/SEND LETTER TO MR GOLDSTEIN RE SUPPLEMENTAL RESPONSES; DISCUSS STRATEGIES WITH MR REDANO RE FURTHER DISCOVERY HEARINGS BEFORE JUDGE NOWINSKI		
8/9/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME	7.40	\$1,665.00
8/10/2004	02165	RT REDANO	REVIEW CORRESPONDENCE BETWEEN TLC AND GRASS VALLEY AND CONFER WITH MR MAZE RE: SAME; CONFER WITH MR MAZE RE: TELEPHONE CONFERENCE WITH TLC'S COUNSEL RE: INSUFFICIENCY OF TLC'S RESPONSES TO REQUESTS FOR ADMISSION; REVIEW EMAIL FROM TLC'S COUNSEL RE: SAME; [REDACTED] [REDACTED] [REDACTED]	1.20	\$438.00
					<i>Reduced</i>
				0.3	\$109.50
8/10/2004	02522	GR MAZE	TELECONFERENCE WITH MR VOWELL RE SUPPLEMENTAL RESPONSES TO ADMISSIONS	0.60	\$180.00
8/10/2004	02079	LM BRENNER	PROVIDE MR. REDANO WITH DOCUMENTS RELATING TO SIGNAL TO NOISE RATIO TESTING.	0.30	\$90.00
8/10/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME.	2.10	\$472.50
8/10/2004	03363	RJ SZABADOS	LEGAL RESEARCH REGARDING DISMISSAL OF A SUIT WITHOUT PREJUDICE BECAUSE THE PATENTEE FILED FOR A REISSUE.	3.60	\$810.00
8/10/2004	02453	BM MORALES	RECEIVE INSTRUCTIONS FROM L. BRENNER; REVIEW ALL FILES AND WORKING DOCUMENTS FOR DOCUMENTS RELATING TO SIGNAL TO NOISE RATIO TESTING	2.80	\$434.00
8/10/2004	03659	M LEDESMA	ARRANGE FOR DOCUMENTS TO BE DUPLICATED FOR PRODUCTION TO EXPERT, BERNIE LECHNER	0.50	\$52.50
8/11/2004	02165	RT REDANO	CONFER WITH MR SZABADOS RE: SUMMARY OF TLC'S DOCUMENT PRODUCTION AND SEARCH OF DATA BASE TO DETERMINE WHAT LICENSE AGREEMENTS HAVE BEEN PRODUCED BY TLC; REVIEW DATABASE SEARCH RESULTS AND CONFER WITH MR	1.80	\$657.00

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	HOURS	VALUE
		SZABADOS RE: SAME; CONFER WITH OPPOSING COUNSEL RE: MOTION TO STAY PENDING REISSUE; CONFER WITH MR MAZE RE: REISSUE FILES PRODUCED BY TLC; REVIEW TLC'S SUPPLEMENTAL RESPONSES TO REQUESTS FOR ADMISSION AND CONFER WITH MR MAZE RE: SAME; REVIEW EMAIL FROM MR MAZE TO OPPOSING COUNSEL RE: REQUESTS FOR ADMISSION		
8/11/2004	02522	GR MAZE	0.30	\$90.00
8/11/2004	03363	RJ SZABADOS	0.30	\$67.50
8/11/2004	03363	RJ SZABADOS	0.90	\$202.50
8/11/2004	03363	RJ SZABADOS	3.40	\$765.00
8/11/2004	02453	BM MORALES	2.60	\$403.00
8/11/2004	02694	JI PIADE	0.80	\$128.00
8/11/2004	03659	M LEDESMA	3.60	\$378.00
8/12/2004	02165	RT REDANO	2.80	\$1,022.00

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September 13, 2004
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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	DESCRIPTION	HOURS	VALUE
8/12/2004	02522	GR MAZE	REVIEW EMAIL FROM MS BRENNER RE: DECLARATION IN SUPPORT OF ATTORNEYS FEES; REVIEW DRAFT DECLARATION OF MR MAZE AND CONFER WITH MR MAZE RE: SAME TELECONFERENCE WITH MR VOWELL RE TLC'S SUPPLEMENTAL RFA RESPONSES	0.40	\$120.00
8/12/2004	02522	GR MAZE	REVIEW/REVISE DECLARATION ON FEES AND SEND TO MS BRENNER FOR FILING	0.70	\$210.00
8/12/2004	02079	LM BRENNER	REVIEW AND REVISE DECLARATION IN SUPPORT OF COSTS AND FEES INCURRED IN DEALING WITH DISCOVERY DISPUTE WITH TLC; PREPARE DECLARATION FOR FILING.	0.30	\$90.00
8/12/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME	4.50	\$1,012.50
8/13/2004	02165	RT REDANO	PREPARE MOTION TO STAY AND SEVER CLAIMS RELATING TO THE '869 AND '250 PATENTS IN VIEW OF REISSUE; PREPARE EMAIL TO MR HUSER RE: TLC'S RESPONSES TO RFA'S AND MOVING FOR SUMMARY JUDGMENT OF NO INFRINGEMENT OF THE '070 PATENT ON RES JUDICATA GROUNDS; REVIEW TLC'S EMERGENCY MOTION TO STAY COMPLIANCE WITH ORDER COMPELLING PRODUCTION AND TLC'S MOTION FOR RECONSIDERATION; HOLD SEVERAL TELEPHONE CONFERENCES WITH OPPPOSING COUNSEL AND WITH COURT RE: SAME AND MODIFICATION OF TLC'S PROPOSED ORDER REGARDING STAY; CORRESPOND VIA EMAIL WITH OPPOSING COUNSEL RE: REVISIONS TO ORDER STAYING DOCUMENT PRODUCTION; CONFER WITH MR MAZE RE: RESPONSE TO TLC'S MOTION FOR RECONSIDERATION; PREPARE EMAIL TO MR HUSER RE: SAME	3.40	\$1,241.00
8/13/2004	02079	LM BRENNER	REVIEW EMERGENCY MOTION FROM OPPOSING COUNSEL CONCERNING STAY OF ACTION DURING RECONSIDERATION OF PRIVILEGE DISCLOSURE ISSUES, AND ASSIST IN STIPULATING TO STAY.	0.40	\$120.00
8/13/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT PRODUCTION REVIEW AND DRAFT GENERAL DATABASE REGARDING	3.00	\$675.00

File # N0661-00176
ILC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	HOURS	VALUE	
8/13/2004	03363	RJ SZABADOS	SAME DRAFT MEMORANDUM TABULATING EXECUTED LICENSES BETWEEN TLC, VIDPRO AND/OR COOPER AND THIRD PARTIES INVOLVING THE '070, '869, '250 AND '524 PATENTS.	2.20	\$495.00
8/13/2004	03363	RJ SZABADOS	ASSIST IN DRAFTING UNOPPOSED MOTION TO STAY.	0.70	\$157.50
8/14/2004	02165	RT REDANO	REVIEW AND REVISE MOTION FOR STAY AND PREPARE EMAIL TO MESSR SZABADOS AND MAZE RE: SAME; PREPARE EMAIL TO MR MAZE RE: RESPONSE IN OPPOSITION TO TLC'S MOTION FOR RECONSIDERATION	0.80	\$292.00
8/14/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME.	2.00	\$450.00
8/15/2004	02522	GR MAZE	READ/REVIEW/REVISE MOTION TO EXTEND DEADLINES	0.70	\$210.00
8/16/2004	02165	RT REDANO	REVIEW AND REVISE MOTION TO SEVER AND STAY AND RELATED ORDER; CONFER WITH MR MAZE RE: SAME; REVIEW AND REVISE RESPONSE TO TLC'S MOTION FOR RECONSIDERATION OF RULING THAT TLC HAD WAIVED PRIVILEGE; CONFE WITH MR MAZE RE: SAME; REVIEW EMAIL FROM MR HUSER RE: RES JUDICATA ISSUE; CONFER WITH MR MAZE RE: SAME AND REVIEW FEDERAL CIRCUIT DECISION; PREPARE RESPONSE TO MR HUSER'S EMAIL	2.20	\$803.00
8/16/2004	02522	GR MAZE	READ/REVIEW/REVISE MOTION TO STAY; CASE LAW RESEARCH TO SUPPORT MOTION; DISCUSS WITH MR REDANO; REVIEW ANDN ANALYZE ISSUES WITH RESPECT TO RES JUDICATA AND DISCUSS WITH MR REDANO VIS A VIS THE '070 PATENT	7.10	\$2,130.00
8/16/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME.	4.80	\$1,080.00
8/17/2004	02165	RT REDANO	REVIEW EMAIL FROM MR HUSER RE: RES JUDICATA SUMMARY JUDGMENT; REVIEW AND REVISE MOTION FOR STAY AND CONFER WITH MR MAZE RE: SAME; REVIEW AND REVISE RESPONSE TO TLC'S MOTION FOR RECONSIDERATION AND CONFER WITH MR MAZE RE: SAME; CONFER WITH MR SZABADOS RE: SUMMARY OF TLC'S	1.60	\$584.00

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September 13, 2004
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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

INVOICE # 1038113

DATE	ID #	TIMEKEEPER	DESCRIPTION	HOURS	VALUE
8/17/2004	02522	GR MAZE	DOUCMENT PRODUCTION REVISE RESPONSE TO MOTION FOR RECONSIDERATION; DISCUSS WITH MR REDANO	2.30	\$690.00
8/17/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME.	8.90	\$2,002.50
8/18/2004	02165	RT REDANO	REVIEW APPARATUS CLAIMS OF '070 PATENT; CONFER WITH MR LECHNER RE: MEANS PLUS FUNCTION LIMITATIONS IN APPARATUS CLAIMS OF THE '070 PATENT AND ADDITIONAL TECHNICAL INFORMATION TO SEEK FROM GRASS VALLEY; PREPARE EMAIL TO MR SYMES RE: FOTHCOMING QUESTIONS FROM MR LECHNER AND SIGNAL TO NOISE RATIO TESTING; REVIEW EMAIL FROM MR HUSER RE: TIMING OF RUILING ON TLC'S MOTION FOR RECONSIDERATION; PREPARE EMAIL TO MS BRENNER RE: SAME; REVIEW EMAIL FROM MS BRENNER RE: SAME; CONFER WITH MR MAZE RE: OPPOSITION TO TLC'S MOTION FOR RECONSIDERATION	2.30	\$839.50
8/18/2004	02522	GR MAZE	REVISE RESPONSE TO REQUEST FOR RECONSIDERATION TO STRENGTHEN ARGUMENTS VIS-A-VIS THE AT&T CASE; REVISE SECTION ON SUCCESSOR IN INTEREST AND TLC BEING OWNER OF ALL SUBSTANTIAL RIGHTS	3.30	\$990.00
8/18/2004	02079	LM BRENNER	REVIEW RECONSIDERATION MOTION; RESEARCH AND PREPARE MEMORANDUM CONCERNING LOCAL RULES AND DEADLINES WITH REGARD TO ANY OPPOSITION BRIEF AND POTENTIAL FOR ORAL ARGUMENT CONCERNING SAME	0.70	\$210.00
8/18/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFT GENERAL DATABASE REGARDING SAME	4.90	\$1,102.50
8/18/2004	02453	BM MORALES	RECEIVE INSTRUCTIONS FROM L. BRENNER; PERFORM RESEARCH REGARDING EASTERN DISTRICT OF CALIFORNIA LOCAL RULES AND FEDERAL RULES OF CIVIL PROCEDURE RE: MOTION FOR RECONSIDERATION AND OPPOSITION TO SAME; MEET AND CONFER WITH L. BRENNER REGARDING SAME	0.80	\$124.00
8/19/2004	02522	GR MAZE	CONTINUE WITH REVISIONS TO	2.40	\$720.00

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File # N0661-00176
TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

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DATE	ID #	TIMEKEEPER	DESCRIPTION	HOURS	VALUE
8/19/2004	03363	RJ SZABADOS	RESPONSE TO REQUEST FOR RECONSIDERATION; DISCUSS WITH MR REDANO		
			CONTINUE REVIEW OF TLC DOCUMENTS AND DRAFT GENERAL DATABASE REGARDING SAME	8.20	\$1,845.00
8/20/2004	02522	GR MAZE	REVIEW/REVISE RESPONSE TO REQUEST FOR RECONSIDERATION; DRAFT DECLARATION FOR GARY R MAZE TO USE WITH RESPONSE; COMMUNICATE WITH MS BRENNER RE JUDICIAL NOTICE AND THE DRAFT OF THE RESPONSE AND FILING SAME	2.10	\$630.00
8/20/2004	02079	LM BRENNER	TELEPHONE CONFERENCES WITH CLERK AND OPPONDING COUNSEL CONCERNING SCHEDULING AND DEADLINES GOVERNING OPPOSITION TO MOTION FOR RECONSIDERATION FILED BY TLC; PREPARE REQUEST FOR JUDICIAL NOTICE IN SUPPORT OF SAME; REVIEW POINTS AND AUTHORITIES IN OPPOSITION BRIEF, IN PREPARATION FOR FILING SAME ON AUGUST 25, 2004; PREPARE EXHIBITS IN SUPPORT OF OPPOSITION.	2.30	\$690.00
8/20/2004	03363	RJ SZABADOS	CONTINUE REVIEW OF TLC PRODUCTION AND DRAFT GENERAL DATABASE REGARDING SAME.	4.90	\$1,102.50
8/20/2004	02453	BM MORALES	TELEPHONE CALLS TO CLERK OF EASTERN DISTRICT OF CALIFORNIA REGARDING LOCAL RULES; CONFER WITH L. BRENNER REGARDING SAME	0.60	\$93.00
8/21/2004	02165	RT REDANO	REVISE ORDER TO SEVER AND STAY AND RELATED MOTION; REVIEW AND REVISE RESPONSE TO REQUEST FOR RECONSIDERATION	0.80	\$292.00
8/23/2004	02165	RT REDANO	REVIEW EMAIL FROM MR LECHNER RE: CONTACT WITH MR SYMES; PREPARE EMAIL TO MR SYMES RE: SAME; CONFER WITH MR SYMES RE: CONFERENCE WITH MR LECHNER	0.40	\$146.00
8/23/2004	02522	GR MAZE	REVISE MOTION TO SEVER AND PROVIDE DRAFT TO MS BRENNER FOR REVISION INTO ED CAL FORMAT	0.70	\$210.00
8/23/2004	02079	LM BRENNER	ASSIST IN ORGANIZING AND PREPARING PLEADINGS IN SUPPORT OF MOTION FOR STAY AND OPPOSITION TO MOTION FOR RECONSIDERATION; REVIEW VARIOUS EXHIBITS IN SUPPORT OF SAME.	1.10	\$330.00
8/23/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW	5.60	\$1,260.00

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TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

DATE	ID # TIMEKEEPER		HOURS	VALUE
8/24/2004	02522 GR MAZE	AND DRAFT GENERAL DATABASE REGARDING SAME.		
		FINALIZE MOTION TO SERVE AND ARRANGE WITH MS BRENNER FOR FILING; FINALIZE RESPONSE TO TLC REQUEST FOR REHEARING AND ARRANGE WITH MS BRENNER FOR FILING	4.70	\$1,410.00
8/24/2004	02079 LM BRENNER	BEGIN REVIEW AND REVISION OF ALL PLEADINGS IN SUPPORT OF OPPOSITION TO REQUEST FOR RECONSIDERATION; SUPERVISE ORGANIZATION OF ALL EXHIBITS IN PREPARATION FOR FILING IN EASTERN DISTRICT.	1.10	\$330.00
8/24/2004	03363 RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME	2.90	\$652.50
8/24/2004	03659 M LEDESMA	ASSEMBLE EXHIBITS FOR FILING GARY MAZE'S DECLARATION IN SUPPORT OF THOMSON'S UNOPPOSED MOTION TO SEVER AND STAY, ALL CLAIMS AND COUNTERCLAIMS RELATING TO U.S. PATENT NUMBERS 5,486,869 AND 5,754,250	0.80	\$84.00
8/25/2004	02165 RT REDANO	CONFER WITH MR LECHNER RE: '524 PATENT INFRINGEMENT ISSUES; PREPARE EMAIL TO FAIRCHILD'S COUNSEL RE: SETTING UP A TELEPHONE CONFERENCE	0.70	\$255.50
8/25/2004	02079 LM BRENNER	FINAL REVIEW AND REVISIONS OF ALL PLEADINGS IN SUPPORT OF OPPOSITION TO MOTION FOR RECONSIDERATION; SUPERVISE FILING AND SERVICE OF SAME; REVIEW, REVISE AND PREPARE PLEADINGS IN SUPPORT OF MOTION FOR STAY FOR FILING; SUPERVISE FILING AND SERVICE OF SAME.	1.70	\$510.00
8/25/2004	03363 RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME.	0.50	\$112.50
8/25/2004	02453 BM MORALES	RECEIVE INSTRUCTIONS FROM L. BRENNER; REVIEW LOCAL RULES, MAGISTRATE RULES, AND MAGISTRATE JUDGE SHUBB'S RULES REGARDING PROPOSED ORDER; TELEPHONE CALL TO CLERK OF COURT REGARDING SAME	0.60	\$93.00
8/26/2004	02079 LM BRENNER	SUPERVISE FILING OF MOTION TO SEVER/STAY AND SERVICE OF SAME	0.30	\$90.00
8/27/2004	02165 RT REDANO	CONFER WTH MR HUSER RE: SETTLEMENT AND DAMAGES; CONFER WITH COUNSEL FOR FAIRCHILD RE:	0.90	\$328.50

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DATE	ID #	TIMEKEEPER		HOURS	VALUE
			NONINFRINGEMENT AND INDEMNIFICATION ISSUES; REVIEW EMAIL FROM MR POND RE: INDEMNIFICATION; PREPARE EMAIL TO MR HUSER RE: SAME		
8/27/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME.	3.20	\$720.00
8/28/2004	03363	RJ SZABADOS	CONTINUE TLC PRODUCTION REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME	3.30	\$742.50
8/30/2004	03363	RJ SZABADOS	CONTINUE TLC DOCUMENT PRODUCTION REVIEW AND DRAFTING GENERAL DATABASE REGARDING SAME.	4.60	\$1,035.00
8/31/2004	02165	RT REDANO	REVIEW FARJCHILD CHIP SPEC; CONFER WITH MR LECHNER RE: SAME; PREPARE EMAIL TO MR POND REQUESTING TECHNICAL INFORAMTION ON FARJCHILD CHIP; PREPARE EMAIL TO MR SYMES RE: SIGNAL TO NOISE RATIO TESTING; CONFER WITH MR MAZE RE: PROTECTIVE ORDER ISSUES	0.90	\$328.50
			TOTAL SERVICES	193.90	\$49,929.00

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DATE	DISBURSEMENTS	AMOUNT
8/2/2004	LEXIS LEGAL RESEARCH MAZE, GARY	0.70
8/2/2004	LEXIS LEGAL RESEARCH MAZE, GARY	16.00
8/4/2004	LEXIS LEGAL RESEARCH MAZE, GARY	1.70
8/4/2004	LEXIS LEGAL RESEARCH MAZE, GARY	112.00
8/4/2004	LEXIS LEGAL RESEARCH MAZE, GARY	2.10
8/5/2004	LEXIS LEGAL RESEARCH MAZE, GARY	64.00
8/10/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	36.00
8/10/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	2.00
8/10/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	349.60
8/10/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	29.40
8/10/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	17.00
8/11/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	13.60
8/11/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	10.00
8/11/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	43.20
8/11/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	16.80
8/13/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	8.50
8/13/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	8.00
8/13/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	72.00
8/13/2004	LEXIS LEGAL RESEARCH SZABADOS, RUDOLPH	16.80
8/14/2004	LEXIS LEGAL RESEARCH MAZE, GARY	48.00
8/16/2004	LEXIS LEGAL RESEARCH MAZE, GARY	2.10
8/16/2004	LEXIS LEGAL RESEARCH MAZE, GARY	320.00
	Total:	\$1,189.50
7/14/2004	OVERNIGHT MAIL (N0661 - 00176) PACKAGE SENT TO PETER D. SYMES AT INFORMATION NOT SUPPLIED - GRASS VALLEY, CA FROM LINDA RUBY AT DUANE MORRIS LLP - SAN FRANCISCO, CA (TRACKING #790700001047)	13.64
7/14/2004	OVERNIGHT MAIL (N0661 - 00176) PACKAGE SENT TO FREI PHIL AT INFORMATION NOT SUPPLIED - SAN FRANCISCO, CA FROM LINDA RUBY AT DUANE MORRIS LLP - SAN FRANCISCO, CA (TRACKING #790699967806)	13.60
7/22/2004	OVERNIGHT MAIL (N0661 - 00176) PACKAGE SENT TO ATTN: MARLENE MCQUEEN AT THOMSON - INDIANAPOLIS, IN FROM LINA BRENNER AT DUANE MORRIS LLP - SAN FRANCISCO, CA (TRACKING #790708878750)	10.99
8/6/2004	OVERNIGHT MAIL PACKAGE SENT TO BERNARD LECHNER AT INFORMATION NOT SUPPLIED - PRINCETON, NJ FROM GARY R MAZE AT DUANE MORRIS LLP - HOUSTON, TX (TRACKING #847304591150)	18.62
8/10/2004	OVERNIGHT MAIL PACKAGE SENT TO BERNIE LECHNER AT INFORMATION NOT SUPPLIED - PRINCETON, NJ FROM MICHELLE LEDESMA AT DUANE MORRIS LLP - HOUSTON, TX (TRACKING #790728272232)	28.99

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8/17/2004 DEPOSITION TRANSCRIPT PETER SYMES DEPO

8/12/2004 WESTLAW LEGAL RESEARCH SZABADOS,RUDY

Total: 423.60
\$423.60

8/31/2004 MESSENGER SERVICE

Total: 210.72 \$210.72

8/31/2004 FILING FEES

Total: 177.65
Total: \$177.65

8/31/2004 TELECOPY

Total: 49.50 \$49.50

8/31/2004 PRINTING

Total: 69.35

8/31/2004 PRINTING & DUPLICATING

Total: 3,896.92

TOTAL DISBURSEMENTS **\$6,103.08**

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TLC V. THOMSON (GRASS VALLEY E.D. CALIF.)

TIMEKEEPER

NO.	NAME	CLASS	HOURS	RATE	VALUE
02522	GR MAZE	PARTNER	29.60	300.00	8,880.00
02165	RT REDANO	PARTNER	33.30	365.00	12,154.50
03617	KA CARMODY	LEGAL ASSISTANT	0.20	105.00	21.00
03659	M LEDESMA	LEGAL ASSISTANT	5.10	105.00	535.50
02079	LM BRENNER	ASSOCIATE	8.70	300.00	2,610.00
03363	RJ SZABADOS	ASSOCIATE	108.50	225.00	24,412.50
02453	BM MORALES	PARALEGAL	7.40	155.00	1,147.00
02694	JI PIADE	PARALEGAL	0.80	160.00	128.00
02179	T THIGPEN	PARALEGAL	0.30	135.00	40.50
			193.90		\$49,929.00